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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

EXOTIC PET WAREHOUSE, CORP.

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ARTICLES OF INCORPORATION EXOTIC PET WAREHOUSE, CORP.

The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act, and compliance with Chapter 607 and Chapter 621, F.S. hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is EXOTIC PET WAREHOUSE, CORP.

ARTICLE II PRINCIPAL OFFICE

The physical business and mailing address of this corporation shall be:

3090 West 16th Ave. Hialeah, FL 33012-4608

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares of \$1.00 per value common stock

ARTICLE IV INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The names and addresses of the initial board of directors are:

NAME	ADDRESS
Geronimo A Schmidt	3090 West 16 th Ave.
President	Hialeah, FL 33012-4608
Marcelo E Schmidt	3090 West 16 th Ave.
V.P., Director	Hialeah, FL 33012-4608

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Marcelo E Schmidt 3090 West 16th Ave. Hialeah, FL 33012-4608

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Marcelo B Schmidt 3090 West 16th Ave. Hialeah, FL 33012-4608

Marcelo B Schmidt

February 15, 2009 Date

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Marcelo E Schmidt

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